



June 16, 2023

**To: Lazard Freres & Co
Attn: Christian Tempke**

**From: Christian feuer
Go Global Retail, LLC**

Draft Bid for the Assets of BuyBuy Baby

Go Global Retail, LLC ("Go Global") intends to bid through Janie and Jack Holdings, LLC for the acquisition of assets outlined below in order to maintain BuyBuy Baby ("Baby") as going concern post auction. Go Global intends to operate [REDACTED] of the existing stores with current store employees, maintain the online business and retain a majority of the corporate staff.

Since Go Global intends to operate BuyBuy Baby as a going concern, we ask that the estate stop the GOB sale in the [REDACTED] stores acquired as soon as possible.

Purchase price:

Go Global is prepared to offer a total amount of [REDACTED] comprised of the following:

- \$ [REDACTED] million for all of the Intellectual Property as outlined below
- \$ [REDACTED] for the inventory estimated to be in the [REDACTED] stores on July 1st, valued at [REDACTED] of the \$ [REDACTED] of COGS. The inventory value will be adjusted upwards and downwards at [REDACTED] for every dollar.
- Janie and Jack will initiate a wire tonight. Please find the screenshot as "Exhibit E"

We believe the Baby IP valuation is very aggressive when compared to the stalking horse bid for the Bed Bath & Beyond IP:

	BBBY	Baby
IP Advance	\$ [REDACTED]	\$ [REDACTED]
Bid	\$ [REDACTED]	\$ [REDACTED]
Bid/ Advance	[REDACTED]	[REDACTED]

Additional benefits to the estate in the form of:

- ~\$ [REDACTED] estimated benefit to the assumed [REDACTED] This is assuming that Go Global is prepared to retain ~ [REDACTED] of the ~ [REDACTED] and the remaining [REDACTED] of the [REDACTED] store leases assumed
- ~\$ [REDACTED] estimated short term benefit for vendors that will continue working with the going concern

Assets to be acquired:

- [REDACTED] stores (Exhibit A) with all inventories, fixed assets, leases, and other assets required to operate the Baby business. Go Global retains the right to reject leases within 90 days.
- All intellectual property related to the operation of BuyBuy Baby, including trademarks (see "Exhibit C"), URLs (see "Exhibit B"), all customer data, inventions, images, any kind of creative, proprietary code developed around the gift registry, and all other IP required to operate the business and marked in the data room as belonging to Baby



- All historical and current data regarding but not limited to finance, sales, product, vendor, inventory, associates, etc. used to operate the business
- Certain corporate assets required to operate the business post liquidation including furniture, computers, infrastructure and other services and assets
- Major assets and contract assumptions are outlined in "Exhibit D".

Financing:

Go Global has received support from Axar Capital and Perot Family Fund as its lead investors. The investors are impressed by the turnaround plan laid out for BuyBuy Baby given Go Global's successful carve-outs and turnarounds of brands such as ModCloth and Janie & Jack. The entire acquisition will be financed through equity investments.

Several lenders have prepared term sheets to support the business post-transaction with both Term and Revolving credit facilities. Several lending groups have been sourced for each piece of the facilities with Ankura Capital Advisors working with those parties to structure the balance sheet most optimally for go-forward success.

Timeline and Fees:

Go Global recognizes the need for expedience in submitting its bid and closing the transaction in the timeline offered by the Court and the Lenders.

Our plan requires a skinnier TSA with a shortened timeline. We will provide details over the weekend.

Employee Treatment:

Go Global expects to retain approximately [REDACTED] of the corporate staff and a large portion of the retail staff. Go Global understands that in retail bankruptcy cases, large numbers of employees are unlikely to continue in their roles given the elasticity in the labor market for such workers. As soon as Go Global has been granted employee census information, it will provide a list of employees it wishes to keep. As of now, at the retail level, Go Global wants to retain the majority of employees still present at the [REDACTED] assumed stores plus needed employees close enough to be transferred to new locations from those which are scheduled to close or not be assumed. With regard to the corporate staff, Go Global expects to offer the senior leadership employment contracts which may include salary, bonus, benefits, and equity participation.



Exhibit A – Preliminary Stores To Be Assumed

STORE #	Name	Address	State	Zip	Landlord
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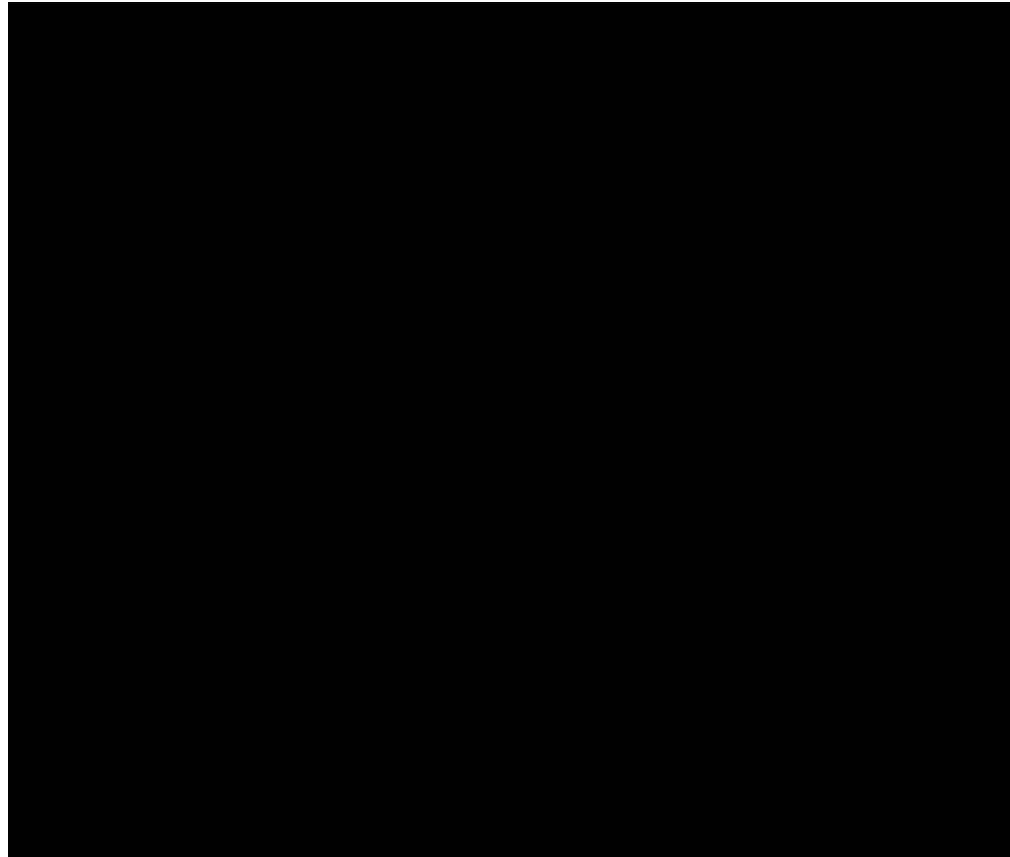




Exhibit B – Intellectual Property – Trademarks

Owner	Brand	Location	Mark	Matter Status	App. #	Registr. #
Buy Buy Baby Inc.	BABYHOOD	Canada	TM	Filed	1890976	TBD
Buy Buy Baby Inc.	BE BASIC	Canada	TM	Registered	1677861	TMA923,834
Buy Buy Baby Inc.	BUY BUY BABY	Canada	TM	Registered	1344660	TMA722141
Buy Buy Baby Inc.	buybuy BABY (linear)	Canada	TM	Registered	1673668	TMA945,321
Buy Buy Baby Inc.	buybuy BABY (stack)	Canada	TM	Registered	1470597	TMA831284
Buy Buy Baby Inc.	EVER & EVER	Canada	TM	Filed	2107998	TBD
Buy Buy Baby Inc.	EVERYTHING FOR NEWBORNS TO TODDLERS	Canada	TM	Registered	1673667	TMA945046
Buy Buy Baby Inc.	GIRAFFIC	Canada	TM	Office Action	2133297	TBD
Buy Buy Baby Inc.	HELPING YOU WITH THOSE FIRST FEW STEPS	Canada	TM	Registered	1673665	TMA945036
Buy Buy Baby Inc.	iii (Design)	Canada	TM	Filed	2202833	TBD
Buy Buy Baby Inc.	IT'S A JOY TO INTRODUCE THE WORLD TO YOUR CHILD	Canada	TM	Filed	2183172	TBD
Buy Buy Baby Inc.	LET IMAGINATION LEAD THE WAY	Canada	TM	Filed	2132999	TBD
Buy Buy Baby Inc.	MIGHTY GOODS	Canada	TM	Filed	2112899	TBD
Buy Buy Baby Inc.	MIGHTY GOODS (Design)	Canada	TM	Filed	2196995	TBD
Buy Buy Baby Inc.	REGISTER FOR YOUR LITTLE BUNDLE AND GET A BUNDLE	Canada	TM	Registered	1675409	TMA945020
Buy Buy Baby Inc.	THOUGHTFULLY DESIGNED ESSENTIALS FOR EVERY STEP OF THE WAY	Canada	TM	Filed	2132997	TBD
Buy Buy Baby Inc.	TINY CITIZEN	Canada	TM	Filed	2107997	TBD
Buy Buy Baby Inc.	TINY CITIZEN	Canada	TM	Filed	2183170	TBD
Buy Buy Baby Inc.	TINY CITIZEN (DESIGN)	Canada	TM	Filed	2208668	TBD
Buy Buy Baby Inc.	WELCOME TO PARENTHOOD	Canada	TM	Filed	2128720	TBD
Buy Buy Baby Inc.	WHERE LITTLE STORIES BEGIN	Canada	TM	Filed	2226397	TBD
Buy Buy Baby Inc.	WONDEROO	Canada	TM	Filed	2107965	TBD
Buy Buy Baby Inc.	WONDEROO (DESIGN)	Canada	TM	Filed	2224308	TBD
Buy Buy Baby Inc.	You Choose the Name. We'll Help You Choose the Rest.	Canada	TM	Registered	1675408	TMA945319
Buy Buy Baby Inc.	BABYHOOD	United States	®	Registered	86/623,240	5,763,705
Buy Buy Baby Inc.	BABYHOOD	United States	®	Registered	87/800,703	5584471
Buy Buy Baby Inc.	Babyhood logo	United States	®	Registered	86/623,250	5,763,706
Buy Buy Baby Inc.	BUY BUY BABY	United States	®	Registered	75/976,624	2171479
Buy Buy Baby Inc.	BUY BUY BABY	United States	®	Registered	77/398,334	3504691
Buy Buy Baby Inc.	buybuy BABY (linear)	United States	®	Registered	77/829,449	3855752
Buy Buy Baby Inc.	buybuy BABY (stack)	United States	®	Registered	77/829,466	3855753
Buy Buy Baby Inc.	DESIGN SQUAD	United States	®	Registered	88/655,296	6,082,041
Buy Buy Baby Inc.	EVER & EVER	United States	TM	Notice of Allow	90/696,537	TBD
Buy Buy Baby Inc.	EVER & EVER	United States	TM	Allowed	90/706,266	TBD
Buy Buy Baby Inc.	EVERYTHING FOR NEWBORNS TO TODDLERS	United States	®	Registered	85/747,103	4334921
Buy Buy Baby Inc.	GIRAFFIC	United States	TM	Published	97/455,040	TBD
Buy Buy Baby Inc.	iii (Design)	United States	TM	Filed	97/457,553	TBD
Buy Buy Baby Inc.	IT'S A JOY TO INTRODUCE THE WORLD TO YOUR CHILD	United States	TM	Filed	97/388,857	TBD
Buy Buy Baby Inc.	KID-FRIENDLY STUFF AT PARENT-FRIENDLY PRICES	United States	TM	To be filed	TBD	TBD
Buy Buy Baby Inc.	KID-FRIENDLY STUFF AT PARENT-FRIENDLY PRICES	United States	TM	Filed	97/575,054	TBD
Buy Buy Baby Inc.	LET IMAGINATION LEAD THE WAY	United States	TM	Allowed	97/021,722	TBD
Buy Buy Baby Inc.	MIGHTY GOODS	United States	TM	Allowed	90/738,595	TBD
Buy Buy Baby Inc.	MIGHTY GOODS	United States	TM	Filed	97/574,704	TBD
Buy Buy Baby Inc.	MIGHTY GOODS (Design)	United States	TM	Filed	97/457,519	TBD
Buy Buy Baby Inc.	PARENTLY	United States	TM	Filed	97/246,452	TBD
Buy Buy Baby Inc.	THOUGHTFULLY DESIGNED ESSENTIALS FOR EVERY STEP OF THE WAY	United States	TM	Allowed	97/021,689	TBD
Buy Buy Baby Inc.	THOUGHTFULLY DESIGNED ESSENTIALS FOR EVERY STEP OF THE WAY	United States	TM	Allowed	TBD	TBD
Buy Buy Baby Inc.	TINY CITIZEN	United States	TM	Allowed	90/706,114	TBD
Buy Buy Baby Inc.	TINY CITIZEN	United States	TM	Filed	97/388,838	TBD
Buy Buy Baby Inc.	TINY CITIZEN	United States	TM	Allowed	90/696,524	TBD
Buy Buy Baby Inc.	TINY CITIZEN (DESIGN)	United States	TM	Office Action	97/457,532	TBD
Buy Buy Baby Inc.	WELCOME TO PARENTHOOD	United States	®	Registered	90/813,176	6965509
Buy Buy Baby Inc.	WHERE LITTLE STORIES BEGIN	United States	TM	Filed	97/485,396	TMD
Buy Buy Baby Inc.	WONDEROO	United States	TM	Allowed	90/706,283	TBD
Buy Buy Baby Inc.	WONDEROO	United States	TM	Filed	97/396,616	TBD
Buy Buy Baby Inc.	WONDEROO	United States	TM	Allowed	90/700,073	TBD
Buy Buy Baby Inc.	WONDEROO (DESIGN)	United States	TM	Filed	97/457,667	TBD



Exhibit C – Domain Names

Domain	Root Name	Extension	Registrant Org
buybuybaby.cn	buybuybaby	cn	Bed Bath & Beyond Pro
bybybaby.cn	bybybaby	cn	Bed Bath & Beyond Pro
babybedbathandbeyond.com	babybedbathandbeyond	com	Buy Buy Baby, Inc.
babyregistrybook.com	babyregistrybook	com	Buy Buy Baby, Inc.
bbbaby.mobi	bbbaby	mobi	Buy Buy Baby, Inc.
bbbabyapp.com	bbbabyapp	com	Buy Buy Baby, Inc.
bbbabynyc.com	bbbabynyc	com	Buy Buy Baby, Inc.
bubuybaby.com	bubuybaby	com	Buy Buy Baby, Inc.
buuybuybaby.com	buuybuybaby	com	Buy Buy Baby, Inc.
buybiybaby.com	buybiybaby	com	Buy Buy Baby, Inc.
buybubaby.com	buybubaby	com	Buy Buy Baby, Inc.
buybubybaby.com	buybubybaby	com	Buy Buy Baby, Inc.
buybuiybaby.com	buybuiybaby	com	Buy Buy Baby, Inc.
buybutbaby.com	buybutbaby	com	Buy Buy Baby, Inc.
buybuuybaby.com	buybuuybaby	com	Buy Buy Baby, Inc.
buybuyba.com	buybuyba	com	Buy Buy Baby, Inc.
buybuybabby.com	buybuybabby	com	Buy Buy Baby, Inc.
buybuybabe.com	buybuybabe	com	Buy Buy Baby, Inc.
buybuybabt.com	buybuybabt	com	Buy Buy Baby, Inc.
buybuybaby.app	buybuybaby	app	Buy Buy Baby, Inc.
buybuybaby.biz	buybuybaby	biz	Buy Buy Baby, Inc.
buybuybaby.ca	buybuybaby	ca	Buy Buy Baby, Inc.
buybuybaby.com	buybuybaby	com	Buy Buy Baby, Inc.
buybuybaby.kr	buybuybaby	kr	Buy Buy Baby, Inc.
buybuybaby.mobi	buybuybaby	mobi	Buy Buy Baby, Inc.
buybuybaby.mx	buybuybaby	mx	Buy Buy Baby, Inc.
buybuybaby.net	buybuybaby	net	Buy Buy Baby, Inc.
buybuybaby.sex	buybuybaby	sex	Buy Buy Baby, Inc.
buybuybaby.tv	buybuybaby	tv	Buy Buy Baby, Inc.
buybuybabybabybuybuy.com	buybuybabybabybuybuy	com	Buy Buy Baby, Inc.
buybuybabycare.com	buybuybabycare	com	Buy Buy Baby, Inc.
buybuybabycarriers.com	buybuybabycarriers	com	Buy Buy Baby, Inc.
buybuybabydootes.com	buybuybabydootes	com	Buy Buy Baby, Inc.
buybuybabycoupon.com	buybuybabycoupon	com	Buy Buy Baby, Inc.
buybuybabycoupon.net	buybuybabycoupon	net	Buy Buy Baby, Inc.
buybuybabycoupons.co	buybuybabycoupons	co	Buy Buy Baby, Inc.
buybuybabycoupons.net	buybuybabycoupons	net	Buy Buy Baby, Inc.
buybuybabycouponssite.com	buybuybabycouponssite	com	Buy Buy Baby, Inc.
buybuybabydailydeals.com	buybuybabydailydeals	com	Buy Buy Baby, Inc.
buybuybabydaliydeal.com	buybuybabydaliydeal	com	Buy Buy Baby, Inc.
buybuybabydeals.com	buybuybabydeals	com	Buy Buy Baby, Inc.
buybuybabygraphics.com	buybuybabygraphics	com	Buy Buy Baby, Inc.
buybuybabylove.com	buybuybabylove	com	Buy Buy Baby, Inc.
buybuybabyproducts.com	buybuybabyproducts	com	Buy Buy Baby, Inc.
buybuybabyregistry.com	buybuybabyregistry	com	Buy Buy Baby, Inc.
buybuybabys.com	buybuybabys	com	Buy Buy Baby, Inc.
buybuybabystore.com	buybuybabystore	com	Buy Buy Baby, Inc.
buybuybabystuff.com	buybuybabystuff	com	Buy Buy Baby, Inc.
buybuybay.com	buybuybay	com	Buy Buy Baby, Inc.
buybuybayby.com	buybuybayby	com	Buy Buy Baby, Inc.

Exhibit

Domain Names - Continued

C –



Domain	Root Name	Extension	Registrant Org
buybuybbaby.com	buybuybbaby	com	Buy Buy Baby, Inc.
buybuybbay.com	buybuybbay	com	Buy Buy Baby, Inc.
buybuybsby.com	buybuybsby	com	Buy Buy Baby, Inc.
buybyubaby.com	buybyubaby	com	Buy Buy Baby, Inc.
buyuybaby.biz	buyuybaby	biz	Buy Buy Baby, Inc.
buyuybaby.co	buyuybaby	co	Buy Buy Baby, Inc.
buyuybaby.com	buyuybaby	com	Buy Buy Baby, Inc.
buyuybaby.com.mx	buyuybaby	com.mx	Buy Buy Baby, Inc.
buyuybaby.de	buyuybaby	de	Buy Buy Baby, Inc.
buyuybaby.info	buyuybaby	info	Buy Buy Baby, Inc.
buyuybaby.kr	buyuybaby	kr	Buy Buy Baby, Inc.
buyuybaby.mx	buyuybaby	mx	Buy Buy Baby, Inc.
buyuybaby.net	buyuybaby	net	Buy Buy Baby, Inc.
buyuybaby.org	buyuybaby	org	Buy Buy Baby, Inc.
buyuybaby.sex	buyuybaby	sex	Buy Buy Baby, Inc.
buyuybaby.us	buyuybaby	us	Buy Buy Baby, Inc.
buyuybaby.xxx	buyuybaby	xxx	Buy Buy Baby, Inc.
buyuybaby.xyz	buyuybaby	xyz	Buy Buy Baby, Inc.
bybybaby.ca	bybybaby	ca	Buy Buy Baby, Inc.
bybybaby.co	bybybaby	co	Buy Buy Baby, Inc.
bybybaby.com	bybybaby	com	Buy Buy Baby, Inc.
bybybaby.sex	bybybaby	sex	Buy Buy Baby, Inc.
byebyebaby.ca	byebyebaby	ca	Buy Buy Baby, Inc.
byebyebaby.co	byebyebaby	co	Buy Buy Baby, Inc.
byebyebaby.com	byebyebaby	com	Buy Buy Baby, Inc.
byebyebaby.kr	byebyebaby	kr	Buy Buy Baby, Inc.
byebyebaby.mx	byebyebaby	mx	Buy Buy Baby, Inc.
byebyebaby.sex	byebyebaby	sex	Buy Buy Baby, Inc.
emailbuybuybaby.ca	emailbuybuybaby	ca	Buy Buy Baby, Inc.
emailbuybuybaby.com	emailbuybuybaby	com	Buy Buy Baby, Inc.
emailbuybuybabycom.com	emailbuybuybabycom	com	Buy Buy Baby, Inc.
etestbaby.ca	etestbaby	ca	Buy Buy Baby, Inc.
etestbaby.com	etestbaby	com	Buy Buy Baby, Inc.
etestbaby.mx	etestbaby	mx	Buy Buy Baby, Inc.
etesttbsbaby.ca	etesttbsbaby	ca	Buy Buy Baby, Inc.
etesttbsbaby.com	etesttbsbaby	com	Buy Buy Baby, Inc.
etesttbsbaby.mx	etesttbsbaby	mx	Buy Buy Baby, Inc.
getbuybuybaby.com	getbuybuybaby	com	Buy Buy Baby, Inc.
itestbaby.ca	itestbaby	ca	Buy Buy Baby, Inc.
itestbaby.com	itestbaby	com	Buy Buy Baby, Inc.
itestbaby.mx	itestbaby	mx	Buy Buy Baby, Inc.
itesttbsbaby.ca	itesttbsbaby	ca	Buy Buy Baby, Inc.
itesttbsbaby.com	itesttbsbaby	com	Buy Buy Baby, Inc.
itesttbsbaby.mx	itesttbsbaby	mx	Buy Buy Baby, Inc.
marmaladebaby.com	marmaladebaby	com	Buy Buy Baby, Inc.
staticbaby.ca	staticbaby	ca	Buy Buy Baby, Inc.
staticbaby.com	staticbaby	com	Buy Buy Baby, Inc.
tbsbaby.com	tbsbaby	com	Buy Buy Baby, Inc.
wwwbuybuybaby.com	wwwbuybuybaby	com	Buy Buy Baby, Inc.

Exhibit D – Software TBD



Exhibit E – Screenshot Wire Transfer

**Payment Details Report****BANK OF AMERICA** **Company:** Janie and Jack LLC**Requester:** James, Heidi**Run Date:** 16-Jun-2023 8:04:46 PM PDT**Domestic High Value (Wire)****Payment Category:** Urgent/Wire

Status: Processing By Bank
Transaction Number: [REDACTED]

Debit Account Information

Debit Bank: [REDACTED]
Debit Account: [REDACTED]
Debit Account Name: Disbursement Account
Debit Currency: USD

Beneficiary Details

Beneficiary Name: Kroll Restructuring Administration
Beneficiary Address: 55 East 52nd Street 17 Fl
Beneficiary City: New York
Beneficiary Postal Code: 10055
Beneficiary Country: US - United States of America

Beneficiary Account: [REDACTED]
Beneficiary Bank ID: [REDACTED]
 CITIBANK, N.A.
 701 EAST 60TH ST NORTH
 SIOUX FALLS
 US - United States of America

Beneficiary Email:
Beneficiary Mobile Number:

Payment Details

Credit Currency: USD
Credit Amount: [REDACTED]

Value Date: 20-Jun-2023**Optional Information****Sender's Reference Number:** [REDACTED]**Beneficiary Information:****Additional Routing****Intermediary Bank ID:****Receiver Information:****Control Information**

Input: hjames
Approved: mobeig

Input Time: 16-Jun-2023 7:33:23 PM PDT
Time: 16-Jun-2023 8:02:47 PM PDT